



**State of California**  
**Bill Jones**  
**Secretary of State**

File# \_\_\_\_\_

**CERTIFICATE OF CONVERSION**  
**FOR ALL ENTITY TYPES**

**IMPORTANT – Read all instructions before completing this form.**

This Space For Filing Use Only

1. Name of the converting entity/partnership:			
2. Structure of the converting entity/partnership:			
3. California Secretary of State file number of the converting entity/partnership, if any:			
4. Jurisdiction of formation of the converting entity/partnership:			
5. Name of converted entity/partnership:			
6. Structure of converted entity/partnership:			
7. Jurisdiction of formation of the converted entity/partnership:			
8. Mailing address of chief executive office of converted entity/partnership:			
City		State	Zip
9. Street address of chief executive office of converted entity/partnership:			
City		State	Zip
10. Street address of the California office of converted entity/partnership, if any:			
City		State	Zip
11. Mailing address of the agent for service of process:			
City		State	Zip
12. The principal terms of the plan of conversion were approved by a vote of the partners/members, which equaled or exceeded the vote required.			
13. If a vote was required pursuant to section 15677.3 or 17540.3, enter the outstanding interest of each class entitled to vote on the conversion and the percentage of vote required:			
<u>Name of entity/partnership</u>	<u>Each class entitled to vote</u>	<u>Percentage of vote required</u>	
14. I certify that the statements contained in this document are true and correct to my own knowledge. I declare that I am the person who is executing this instrument, which execution is my act and deed.			
_____ Signature of Authorized Person of Converting Entity		_____ Date Executed	
_____ Type or Print Name and Title of Authorized Person		_____ County and State Executed	
_____ Signature of Authorized Person of Converting Entity		_____ Date Executed	
_____ Type or Print Name and Title of Authorized Person		_____ County and State Executed	

## INFORMATION

Statutory provisions for converting purposes are found in Sections 15677.6, 16906, and 17540.6, unless otherwise indicated.

If a general partnership, limited partnership or limited liability company is converting into a foreign other business entity, then this Certificate of Conversion shall be filed with the Secretary of State. If a limited liability company or limited partnership is converting into a foreign general partnership, then this Certificate of Conversion shall be filed with the Secretary of State.

The conversion of partnerships and other business entities may be effected only if: (1) the law under which that partnership or other business entity will exist expressly permits the formation of that other entity pursuant to a conversion; and (2) the partnership/other business entity complies with any and all other requirements of such other law that applies to conversion of the partnership/other business entity. There are no statutory provisions in California law for domestic corporations to be part of conversions.

The fee for filing the Certificate of Conversion is thirty dollars (\$30).

For further information contact the Limited Partnership Section at (916) 653-3365.

## **INSTRUCTIONS FOR COMPLETING THE CERTIFICATE OF CONVERSION**

Make check(s) payable to the **Secretary of State**.

Send the executed document and filing fee to:

California Secretary of State  
Limited Partnership Section  
P.O. Box 944225  
Sacramento, CA 94244-2250

**Fill in the items as follows: (type or legibly print in black ink)**

- Item 1.** Enter the name of the converting entity/partnership.
- Item 2.** Enter the structure of the converting entity/partnership.
- Item 3.** Enter the file number issued to the converting entity/partnership by the Secretary of State of California, if any.
- Item 4.** Enter the jurisdiction in which the converting entity/partnership was formed or organized.
- Item 5.** Enter the name of the converted entity/partnership.
- Item 6.** Enter the structure of the converted entity/partnership.
- Item 7.** Enter the jurisdiction in which the converted entity/partnership was formed or organized.
- Item 8.** Enter the mailing address of the chief executive office of the converted entity/partnership.
- Item 9.** Enter the street address, including the zip code, of the chief executive office of the converted entity/partnership, if any.  
**Do not** enter a P.O. Box number or abbreviate the name of the city.
- Item 10.** Enter the street address of the California office of the converted entity/partnership, if any.
- Item 11.** Enter the mailing address of the agent for service of process.
- Item 12.** Execution of this document confirms the following statement which has been preprinted on the form and may not be altered: "THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE PARTNERS/MEMBERS WHICH EQUALED OR EXCEEDED THE VOTE REQUIRED." (Sections 15677.3, 16903, and 17540.3)
- Item 13.** If a vote of the members was required pursuant to Section 15677.3 or 17540.3, specify the outstanding interests of each class which are entitled to vote on the conversion and the percentage of the vote required for each class. Attach additional pages if necessary.
- Item 14.** A Certificate of Conversion shall be executed and acknowledged with original signatures of those required to sign consistent with their respective statutory provisions. See Sections 15677.6, 16903, and 17540.6. If a limited partnership is converting, all general partners, unless a lesser number is provided in the Certificate of Limited Partnership, shall sign. If a limited liability company is converting, all managers, unless a lesser number is provided in the Article of Organization or operating agreement, shall sign. A facsimile or photocopy of the signature is not acceptable for the purpose of filing with the Secretary of State.

All statutory references are to the California Corporations Code unless otherwise stated.